

UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK

BPP ILLINOIS, LLC; BPP IOWA, LLC; BPP  
MICHIGAN, LLC; BPP MINNESOTA, LLC; BPP  
TEXAS, LLC; BPP WISCONSIN, LLC; FFC  
PARTNERSHIP, L.P.; FINE CAPITAL  
ASSOCIATES, L.P.; and BUDGET PORTFOLIO  
PROPERTIES, LLC,

Plaintiffs,

-against-

THE ROYAL BANK OF SCOTLAND GROUP PLC;  
RBS CITIZENS, N.A.; and CITIZENS BANK OF  
PENNSYLVANIA,

Defendants.

Civil Action No. 1:13-cv-638-  
JMF

**ORAL ARGUMENT**  
**REQUESTED**

**NOTICE OF MOTION TO DISMISS THE AMENDED COMPLAINT**

PLEASE TAKE NOTICE that, upon the accompanying Memorandum of Law and the declaration and exhibits thereto, Defendants The Royal Bank of Scotland Group plc; RBS Citizens, N.A.; and Citizens Bank of Pennsylvania will move this Court, before the Honorable Jesse M. Furman, United States District Judge, for an order dismissing the Amended Complaint with prejudice in its entirety as against all Defendants, pursuant to Federal Rules of Civil Procedure 12(b)(6), 9(b), and 8(a). Defendants request that oral argument be heard on this motion.

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Dated: New York, New York  
May 28, 2013

/s/ David Sapir Lesser  
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RBS Citizens, N.A.; and Citizens Bank of  
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